



New York State Energy Research and Development Authority (NYSERDA)
Empire Building Challenge (Phase II: Low Carbon Retrofits Implementation)

Program Opportunity Notice (PON) 4809

Up to \$18,000,000 available

NYSERDA reserves the right to extend and/or add funding to the Solicitation should other program funding sources become available.

PROPOSAL DUE DATE FOR ROUND 2:
December 6, 2022 by 3:00pm ET*

The Empire Building Challenge (EBC) is a multi-phase initiative designed to support **replicable and scalable low carbon retrofit approaches to achieving carbon neutrality** in existing tall buildings. Announced in the 2020 State of the State, EBC is a public-private partnership between New York State Energy Research and Development Authority (NYSERDA) and leading commercial and multifamily real estate portfolio owners. EBC will demonstrate innovative low carbon retrofit solutions that reduce buildings' energy consumption and greenhouse gas emissions, and are scalable and replicable across New York State.

Through this solicitation – EBC Phase II: Low Carbon Retrofits Implementation (PON 4809) – NYSERDA is only accepting proposals from Empire Building Challenge Partners (“EBC Partners” or “Partners”). Partners from Cohort 1 (those selected through Program Opportunity Notice (PON) 4498 in 2020), and Cohort 2 (those selected through PON 4987 in 2022) are eligible to apply. EBC Partners can request up to \$3 million for the design and implementation of replicable and scalable low carbon retrofit projects at their participating EBC buildings. Demonstrating the feasibility of such large-scale retrofits with an exclusive focus on tall buildings and thermal system solutions is crucial to addressing the unique set of technical barriers to decarbonization these buildings face: their height and density make it significantly more challenging to find technical pathways to carbon neutrality.

Informational Webinar: NYSERDA will host an informational webinar on **Monday, November 7, 2022**, starting at 11:00 am. More details about the webinar will be sent directly to EBC Partners. Questions may be submitted ahead of the webinar by emailing questions to EBC@nyserda.ny.gov until 5pm on Friday, November 4, 2022 at 12:00pm.

Proposal Submission: Online submission is strongly encouraged. Complete and [submit your proposal here](#). For ease of identification, all electronic files must be named using the Proposer’s entity name in the title of the document. For detailed instructions on how to submit a proposal (online or paper submission), click the link “[Application Instructions and Portal Training Guide \[PDF\]](#)” located in the “[Current Opportunities](#)” section of [NYSERDA’s website](#).

Questions: For technical questions, contact only the following designated contacts: Sophie Cardona (212-971-5342, ext. 3590) or Michael Reed (212-971-5342, ext. 3244) at EBC@nyserda.ny.gov. For contractual questions, contact VeniceSolicitations@nyserda.ny.gov. No communication with NYSERDA staff intended to influence this procurement is permitted. Contacting anyone other than the designated personnel (either directly by the proposer or indirectly through a lobbyist or other person acting on the proposer’s behalf) in an attempt to influence the procurement may disqualify the proposer from consideration.

*** All applications must be received by 3pm Eastern Time on the date noted above. Late or faxed applications will not be accepted.** Incomplete applications may be subject to disqualification. It is the Proposer's responsibility to ensure that all submission requirements have been met. *Please note the following: for electronic submissions, there are required fields that need to be filled in, in addition to uploading attachments. Be sure to allot ample time to submit applications. The electronic application system closes **promptly** at 3pm (ET) on the date above, and files that are in the process of being edited or submitted at that time will not be accepted.*

NYSERDA reserves the right to close or extend the solicitation at any time and/or add funding to the solicitation should other program funding sources become available. If changes are made to this solicitation, notification will be posted on NYSERDA's website at <https://www.nyserdera.ny.gov/Funding-Opportunities/Current-Funding-Opportunities.aspx>.

Terminology

Term	Definition
Proposer	The Proposer is the Empire Building Challenge Partner Team submitting a proposal to this solicitation, i.e. the Real Estate Partner together with their engineering firm(s).
Empire Building Challenge Partner, EBC Partner, or Partner	The real estate owners that were competitively selected under PON 4498 and 4987– and who are eligible to submit proposals to this solicitation.
Proposed Measure, or Measure	The energy and carbon reduction measures that Proposers are requesting funding for under this solicitation.
Carbon Neutrality Roadmap, or Roadmap	A plan that articulates how Proposers will achieve their carbon neutrality commitments, as defined by the Proposer's public commitment to carbon neutrality. EBC Partners' carbon neutrality commitments can be found here .
Business Case	A compilation of inputs and outputs summarizing the financial analysis that quantifies a Partner's decarbonization investments, and compares the decarbonization plan against a baseline, or business-as-usual approach.
Building	The building(s) that are committed to carbon neutrality by EBC Partners, as part of their carbon neutrality commitment.
Project	The low carbon retrofit project composed of all the Proposed Measures that are being advanced within the Proposer's Roadmap to reach carbon neutrality.

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Section I: Introduction

The Empire Building Challenge is an initiative that supports **replicable and scalable low carbon retrofit approaches to achieving carbon neutrality** in existing tall buildings. Announced by New York State in early 2020, EBC is a public-private partnership between NYSERDA and leading commercial and multifamily real estate portfolio owners to:

- Develop and demonstrate low carbon retrofit approaches that can be replicated across the State's tall commercial office and multifamily buildings.
- Recruit best-in-class equipment manufacturers, solution providers and other businesses to invest in business development, innovation and product development, to overcome the barriers preventing tall buildings in NYS from achieving carbon neutrality.
- Establish New York State as a global hub for low carbon retrofits, through public-private partnerships that maximize private sector investments in building retrofits, create good jobs and promote local economic development, while reducing greenhouse gas emissions.

The first phase of this initiative was a competitive solicitation process to establish partnerships between NYSERDA and leading real estate owners with the ability to publicly commit to carbon neutrality for one or more of their buildings in their portfolios by 2035. The sixteen selected real estate partners can be found on the [NYSERDA Empire Building Challenge webpage](#). The second phase of the initiative consists of funding demonstration projects that showcase different pathways to carbon neutrality for high-rise buildings. Those Partners that have not already received EBC funding to implement their proposed low carbon retrofits projects are now eligible to submit a proposal for funding through this solicitation.

By funding replicable and scalable retrofit approaches that can put tall buildings on a path towards carbon neutrality, NYSERDA and its EBC Partners will demonstrate what is feasible, both economically and technically, with respect to the decarbonization of tall buildings, with a particular interest in retrofit projects that support decarbonization of thermal systems. Through this solicitation, NYSERDA seeks projects that emphasize transformative decarbonization technologies, achieve meaningful energy use intensity (EUI) reductions at the whole building and/or end-use levels, and open the path for replication and scale. NYSERDA is also emphasizing portfolio-scale replication opportunities.

Section II: Eligibility

Minimum eligibility criteria

- All current Empire Building Challenge Partners selected under PON 4498 and PON 4987, that have not received implementation funding from the Empire Building Challenge, are eligible to submit proposals.
- All buildings that are included in the proposal must be located in New York State and contribute to the System Benefit Charge on a common area electric utility bill.

Project Eligibility Criteria

Only Projects that meet the following criteria are eligible for funding:

1. Projects that focus on decarbonizing thermal loads.
2. Projects that are part of a clearly articulated, over-arching roadmap to achieve carbon neutrality.
3. Projects that enable the achievement of the Partner's carbon neutrality roadmap.
4. Projects that will be ready to commence implementation in 2025.

What types of projects is NYSERDA interested in supporting?

The Empire Building Challenge seeks Projects that focus on deploying innovative thermal solutions, including but not limited to: heat recovery, thermal storage, advanced heat pumps, low temperature hydronics and other innovative thermal distribution, and advanced system integrations.

Eligible Projects will encompass approaches that shift thermal loads away from fossil fuels and/or constitute enabling work for deep decarbonization, such as Projects that reduce thermal loads, and thermal and electric peaks. Of particular interest are Projects that:

1. Decarbonize heating and domestic hot water (DHW) loads through the **phased deployment of a thermal network that integrates and connects low carbon technology**, and facilitates the efficient delivery of thermal energy throughout – or to and from – a building.
2. Transition major loads away from current high-temperature thermal distribution systems for building heating, and include a plan for linking disaggregated heating and cooling loads and all building incoming and outgoing thermal flows.

NOTE: The current focus of the EBC program is exclusively on building **thermal systems**; integrating heating, air-conditioning and domestic hot water (DHW) systems; and enhancing building envelope thermal performance through innovative means. Integrated design solutions are highly desirable. For a Project to be competitive, EBC Partners should propose major changes to heating systems and/or DHW plants or distribution systems. No other measures will be considered for funding, including building controls, lighting, and other fossil fuel reduction measures.

Section III: Evaluation Criteria

Proposals will be evaluated on a competitive basis. Proposers should take care to address all the evaluation criteria described in Table 1. NYSERDA reserves the right to accept or reject a proposal at its sole discretion.

Table 1. Evaluation Criteria

Evaluation Criteria	Description	Metric
1. Total reduction of on-site fossil fuels, and/or district steam	Proposals must clearly state how Proposed Measures reduce on-site fossil fuel usage, or reduce district steam consumption	<ul style="list-style-type: none"> • Total and percent reduction of on-site fossil fuels (or district steam) for all fuel sources: <ul style="list-style-type: none"> ○ Baseline year (2021) ○ After completion of low carbon retrofit Project implementation ○ At achievement of Carbon Neutrality, per Proposer's commitment.
2. Site energy use intensity (EUI) reduction for all energy sources	Proposals must demonstrate significant reductions in site EUI (all fuels, including electricity)	<ul style="list-style-type: none"> • Percent EUI reduction at the whole building level: <ul style="list-style-type: none"> ○ Baseline year (2021) ○ After completion of low carbon retrofit Project implementation ○ At achievement of Carbon Neutrality, per Proposer's commitment.
3. Level of Building owner cost-share for Proposed Measures	Proposals should clearly indicate the cost of implementing the Proposed Measure, the level of funding that is being requested from NYSERDA and the level of investment made by the Proposer.	<ul style="list-style-type: none"> • Total cost of the Proposed Measure • Amount of NYSERDA funding requested • Level of private investment from the Real Estate Partner
4. Replicability within portfolio and broader market	Proposals must demonstrate that the Proposed Measure is widely repeatable within the Proposer's portfolio or by the broader market.	<ul style="list-style-type: none"> • Total impacted square footage by Proposed Measure in the Proposer's portfolio
5. Level of innovation	Proposers should assess the extent to which the Proposed Measure demonstrates a catalytic approach to decarbonization that can break the inertia with respect to business-as-usual approaches, and pave the way for others to follow suit.	<ul style="list-style-type: none"> • To what extent does the Proposed Measure overcome technical and other barriers to the decarbonization of tall buildings? • To what extent is the Proposed Measure novel for high-rise buildings in the New York retrofit market?

PROGRAM POLICY FACTORS

NYSERDA reserves the right to accept or reject proposals based on the following factor(s):

- Whether the Proposal) will accelerate innovative, transformational building decarbonization technology advances in areas that industry by itself is not likely to undertake, because of risk, and technical and financial uncertainty.
- The potential impact of a Proposed Measures contained in the Proposal, taking into consideration the level of replication, and how applicable it is to other buildings in the New York market.

- Diversity of awards by building typology and market sectors – including commercial, multi-family and affordable housing – and of proposed solutions.

Section IV: Emissions Factors

Provided below are the greenhouse gas emissions factors that Proposers should use in calculating carbon reduction of Proposed Measures. The natural gas and Con Ed Steam emissions factors come from Local Law 97; the electric emissions coefficients are estimated based on the New York Power Grid Study and are interpolated from analyses of 2025, 2030, and the 2040 clean grid target in the Climate Act. More information can be found on the Story of our Grid webpage: <https://www.nyserda.ny.gov/About/Publications/New-York-Power-Grid-Study/Story-of-Our-Grid>.

NOTE: Proposers should hold natural gas and Con Ed steam emissions factors constant in their carbon reduction analysis through 2050, per Table 2. The electric emissions coefficients will drop over time per Table 3.

Table 2. Natural gas and Con Ed steam emissions coefficients, 2022-2050

Energy Source	Years: 2022 - 2050
Natural Gas	.05311 (kg of CO ₂ /kBtu)
Con Ed Steam	.04493 (kg of CO ₂ /kBtu)

Table 3. Electric emissions coefficients, 2022 – 2050.

Electric Emissions Coefficient (kg of CO ₂ /kWh)																		
'22	'23	'24	'25	'26	'27	'28	'29	'30	'31	'32	'33	'34	'35	'36	'37	'38	'39	'40 – '50
0.3	0.27	0.23	0.2	0.18	0.16	0.14	0.12	0.1	0.09	0.08	0.07	0.06	0.05	0.04	0.03	0.02	0.01	0

Section V: Funding

- A Proposer may receive up to \$3 million in total for the implementation of approved Projects.
- A Proposer who submitted a proposal for funding in the first round and was rejected may submit a proposal for consideration in the second round.
- EBC Partners who have already received an EBC implementation award are not eligible to receive funding.

Section VI: Proposal Requirements and Submission

REQUIRED DOCUMENTATION

The quality and rigor of a proposal will impact its evaluation, as a reflection of the likelihood the Proposer will be successful in reaching their commitment to achieve carbon neutrality in the Buildings they committed through the Empire Building Challenge. To ensure minimum requirements are met, NYSERDA has developed a Template for all Proposers to use, to build their Carbon Neutrality Roadmaps and associated Business Case.

The template can be found in **Attachment A: Carbon Neutrality Roadmap and Business Case Template**. It includes a series of questions that will guide Proposers through the proposal development process. Answers to these questions should be included in all proposals.

The Proposer must submit the following documentation as part of their proposal:

1. **Executive Summary: (2-3 pages max)**

The Proposer shall provide a summary of how the Proposed Measure(s) will create pathways for decarbonization within the Proposer's broader Carbon Neutrality Roadmap, for the Building(s) included in this proposal. The summary should also:

- a. Show how the Proposed Measures put the Building(s) on track to meet the Proposer's carbon neutrality commitment, including site EUI targets.
- b. State the total cost of the Proposed Measures planned for implementation, the level of NYSERDA funding being requested, and the amount of private investment being brought to bear to support building decarbonization.
- c. Explain how the Proposed Measures' overall cost compares to a business-as-usual approach, and any strategies to mitigate these costs.
- d. State the **total** investment Proposers anticipate making to reach their carbon neutrality goals in the proposed Building(s) and qualify these estimates by explaining how they were generated.

2. **Carbon Neutrality Roadmap and Business Case: (10-12 pages max)**

- a. Carbon Neutrality Roadmap: The Roadmap is the Proposer's plan for achieving carbon neutrality in their Building(s), as defined by the commitments made when Proposers were selected as Empire Building Challenge Partners. Specifically, the Roadmap:
 - **Provides a holistic picture** of the EBC Partner's plan to achieve carbon neutrality, including analysis of the energy and carbon reduction strategies that comprise the EBC Partner Team's approach to carbon neutrality.
 - **Represents the long-term strategic plan** to reduce -- and eventually eliminate -- on-site fossil fuel consumption or district steam consumption, ***by phasing and prioritizing*** low carbon retrofit projects based on optimal technical and economic performance.
 - **Includes all the energy and carbon reduction measures** that comprise the Proposer's approach to carbon neutrality, *including those measures that are not being advanced for EBC funding.*

➔ *The Roadmap should be written in a narrative style, with graphs and supporting visuals as needed, to explain with sufficient detail the decarbonization pathways being pursued, project benefits, and implementation approach.*

- b. [Business Case](#): The Business Case should be included in the Carbon Neutrality Roadmap. It quantifies a Proposer's decarbonization investments and compares their decarbonization plan against a baseline, or business-as-usual approach. The Business Case encapsulates the financial and long-term capital planning analysis the Proposer has conducted to support their Roadmap.

NYSDA expects Proposers to conduct rigorous financial analysis and be prepared to share discounted cash flow models that make clear the net present value of their decarbonization roadmaps. This can be accomplished by using the [Strategic Decarbonization Assessment \(SDA\) Tool](#), an online calculator that can help align asset decarbonization strategies with capital investment strategies. The SDA Tool is designed to integrate assessment of multiple requirements including optimizing net present value, replacing equipment close to end-of-life, avoiding compliance fees, and coordinating electrification of fossil fuel equipment with future electric grid decarbonization.

➔ *Use of the SDA Tool is not required for this solicitation but using net present value analysis to compare different decarbonization scenarios is.*

To ensure a robust analysis, NYSDA has provided a list of suggested data points to be incorporated in the Business Case. This list is included in **Attachment A: Carbon Neutrality Roadmap and Business Case Template**.

3. **Proposed Measure Descriptions:** (6 pages max)

[Proposed Measures](#): Proposed Measures are all the energy and carbon reduction measures **for which the Proposer is requesting EBC funds**. Proposed Measures can be stand-alone energy and carbon reduction measures, or they may be bundled into packages of measures. The Proposed Measures may be a subset of all measures considered as part of the Proposer's plan to achieve carbon neutrality.

Proposers must submit detailed descriptions of their Proposed Measures, including Basis of Design (BOD) narratives and/or one-line concept diagrams. These descriptions should give a clear understanding of the scope and constructability of the Proposed Measures. Proposed Measure descriptions must include:

- a. A clear and concise characterization of the Proposed Measure, addressing the evaluation criteria listed in Section III (Evaluation Criteria).
- b. A description of how the Proposed Measure shifts thermal loads from fossil fuels to electric, and/or constitutes enabling work that prepares building(s) for future decarbonization.

- c. BOD narrative and diagrams -- documenting the reasoning and decisions made by the EBC Partner's design teams -- should include basic rationale, assumptions and logic embodied in the design of the Proposed Measure(s).
- d. *Optional*: first draft schematic drawings, clearly showing interconnection and integration to existing building systems.

If a proposal includes any Measures that are not eligible, NYSERDA reserves the right not to fund those specific Measures and adjust the amount of the funding award accordingly.

4. **Data Collection Form (Attachment B)**: All Proposers must fill out this form and submit it with their proposals.
5. **Supporting Documentation**: As needed, Proposers may submit supporting documentation, which might include schematic design drawings, if applicable. Providing supporting documentation is optional.

NYSERDA reserves the right to request additional information to support a Proposer's submission, in accordance with the due diligence provisions included in this solicitation.

PROPOSAL SUBMISSION PROCESS

Proposals must be submitted electronically [here](#) by **3pm**, on December 6, 2022. A complete proposal includes the following documentation:

1. Executive summary
2. Carbon Neutrality Roadmap and Business Case (using Attachment A)
3. Proposed Measure Descriptions, including BOD and concept diagrams
4. Data Collection Form (Attachment B)
5. Supporting documentation, if needed

NOTE: The electronic application system closes promptly at 3pm on the solicitation due date. Files being edited, or in the process of being submitted after 3pm ET on the solicitation due date will not be accepted. Proposers should allot sufficient time to upload and submit proposals.

Section VII: General Conditions

Proprietary Information - Careful consideration should be given before confidential information is submitted to NYSERDA as part of your proposal. Review should include whether it is critical for evaluating a proposal, and whether general, non-confidential information, may be adequate for review purposes.

The NYS Freedom of Information Law, Public Officers law, Article 6, provides for public access to information NYSERDA possesses. Public Officers Law, Section 87(2)(d) provides for exceptions to disclosure for records or portions thereof that "are trade secrets or are submitted to an agency by a commercial enterprise or derived from information obtained from a commercial enterprise and which if disclosed would cause substantial injury

to the competitive position of the subject enterprise." Information submitted to NYSERDA that the proposer wishes to have treated as proprietary, and confidential trade secret information, should be identified and labeled "Confidential" or "Proprietary" on each page at the time of disclosure. This information should include a written request to except it from disclosure, including a written statement of the reasons why the information should be excepted. See Public Officers Law, Section 89(5) and the procedures set forth in 21 NYCRR Part 501 <https://www.nyserda.ny.gov/About/-/media/Files/About/Contact/NYSERDA-Regulations.ashx>. However, NYSERDA cannot guarantee the confidentiality of any information submitted.

Omnibus Procurement Act of 1992 - It is the policy of New York State to maximize opportunities for the participation of New York State business enterprises, including minority- and women-owned business enterprises, as bidders, subcontractors, and suppliers on its procurement Agreements.

Information on the availability of New York subcontractors and suppliers is available from:

Empire State Development
Division for Small Business
625 Broadway
Albany, NY 12207

A directory of certified minority- and women-owned business enterprises is available from:

Empire State Development
Minority and Women's Business Development Division
625 Broadway
Albany, NY 12207

State Finance Law sections 139-j and 139-k - NYSERDA is required to comply with State Finance Law sections 139-j and 139-k. These provisions contain procurement lobbying requirements which can be found at <https://online.ogs.ny.gov/legal/lobbyinglawfaq/default.aspx>. Proposers are required to answer questions during proposal submission, which will include making required certification under the State Finance Law and to disclose any Prior Findings of Non-Responsibility (this includes a disclosure statement regarding whether the proposer has been found non-responsible under section 139-j of the State Finance Law within the previous four years).

Tax Law Section 5-a - NYSERDA is required to comply with the provisions of Tax Law Section 5-a, which requires a prospective contractor, prior to entering an agreement with NYSERDA having a value in excess of \$100,000, to certify to the Department of Taxation and Finance (the "Department") whether the contractor, its affiliates, its subcontractors and the affiliates of its subcontractors have registered with the Department to collect New York State and local sales and compensating use taxes. The Department has created a form to allow a prospective contractor to readily make such certification. See, ST-220-TD (available at http://www.tax.ny.gov/pdf/current_forms/st/st220td_fill_in.pdf). Prior to contracting with NYSERDA, the prospective contractor must also certify to NYSERDA whether it has filed such certification with the Department.

The Department has created a second form that must be completed by a prospective contractor prior to contacting and filed with NYSERDA. See, ST-220-CA (available at http://www.tax.ny.gov/pdf/current_forms/st/st220ca_fill_in.pdf). The Department has developed guidance for contractors which is available at <http://www.tax.ny.gov/pdf/publications/sales/pub223.pdf>.

Contract Award - NYSEDA anticipates making multiple awards under this solicitation. NYSEDA anticipates a contract duration of up to five (5) years, unless NYSEDA management determines a different structure is more efficient based upon proposals received. A contract may be awarded based on initial proposal without discussion, or following limited discussion or negotiations pertaining to the Statement of Work. Each proposal should be submitted using the most favorable cost and technical terms. NYSEDA may request additional data or material to support applications. NYSEDA will use the Attachment B, Sample Agreement to contract successful proposals. NYSEDA may at its discretion elect to extend and/or add funds to any project funded through this solicitation. NYSEDA reserves the right to limit any negotiations to exceptions to standard terms and conditions in Attachment B, Sample Agreement, to those specifically identified in the checklist questions. Proposers should keep in mind that acceptance of all standard terms and conditions will generally result in a more expedited contracting process. NYSEDA expects to notify customers in approximately four (4) weeks from the receipt of a complete project package whether the submission has been selected to receive an award. NYSEDA may decline to contract with awardees that are delinquent with respect to any obligation under any previous or active NYSEDA agreement.

Accessibility Requirements - If awardees from this solicitation will be posting anything on the web, or if the awardee will produce a final report that NYSEDA will post to the web, the following language must be included. NYSEDA requires contractors producing content intended to be posted to the Web to adhere to New York State's Accessibility Policy. This includes, but is not limited to, deliverables such as: documents (PDF, Microsoft Word, Microsoft Excel, etc.), audio (.mp3, .wav, etc.), video (.mp4, .mpg, .avi, etc.), graphics (.jpg, .png, etc.), web pages (.html, .aspx, etc.), and other multimedia and streaming media content. For more information, see [NYSEDA's Accessibility Requirements](#).

Limitation - This solicitation does not commit NYSEDA to award a contract, pay any costs incurred in preparing a proposal, or to procure or contract for services or supplies. NYSEDA reserves the right to accept or reject any or all proposals received, to negotiate with all qualified sources, or to cancel in part or in its entirety the solicitation when it is in NYSEDA's best interest. NYSEDA reserves the right to reject proposals based on the nature and number of any exceptions taken to the standard terms and conditions of the Attached Terms and Conditions. NYSEDA reserves the right to disqualify proposers based upon the results of a background check into publicly available information and the presence of a material possibility of any reputational or legal risk in making of the award.

Disclosure Requirement - The proposer shall disclose any indictment for any alleged felony, or any conviction for a felony within the past five years, under the laws of the United States or any state or territory of the United States, and shall describe circumstances for each. When a proposer is an association, partnership, corporation, or other organization, this disclosure requirement includes the organization and its officers, partners, and directors or members of any similarly governing body. If an indictment or conviction should come to the attention of NYSEDA after the award of a contract, NYSEDA may exercise its stop-work right pending further investigation, or terminate the agreement; the contractor may be subject to penalties for violation of any law which may apply in the particular circumstances. Proposers must also disclose if they have ever been debarred or suspended by any agency of the U.S. Government or the New York State Department of Labor.

Vendor Assurance of No Conflict of Interest or Detrimental Effect - The proposer shall disclose any existing or contemplated relationship with any other person or entity, including any known relationships with any member, shareholders of 5% or more, parent, subsidiary, or affiliated firm, which would constitute an actual or potential conflict of interest or appearance of impropriety, relating to other clients/customers of the proposer or former officers and employees of NYSEDA, in connection with proposer's rendering services as proposed. If

a conflict does or might exist, please describe how your company would eliminate or prevent it. Indicate what procedures will be followed to detect, notify NYSERDA of, and resolve any such conflicts.

The proposer must disclose whether it, or any of its members, or, to the best of its knowledge, shareholders of 5% or more, parents, affiliates, or subsidiaries, have been the subject of any investigation or disciplinary action by the New York State Commission on Public Integrity or its predecessor State entities (collectively, "Commission"), and if so, a brief description must be included indicating how any matter before the Commission was resolved or whether it remains unresolved.

Public Officers Law – For any resulting awards, the Contractor and its subcontractors shall not engage any person who is, or has been at any time, in the employ of the State to perform services in violation of the provisions of the New York Public Officers Law, other laws applicable to the service of State employees, and the rules, regulations, opinions, guidelines or policies promulgated or issued by the New York State Joint Commission on Public Ethics, or its predecessors (collectively, the "Ethics Requirements"). Proposers are reminded of the following Public Officers Law provision: contractors, consultants, vendors, and subcontractors may hire former NYSERDA employees. However, as a general rule and in accordance with New York Public Officers Law, former employees of NYSERDA may neither appear nor practice before NYSERDA, nor receive compensation for services rendered on a matter before NYSERDA, for a period of two years following their separation from NYSERDA service. In addition, former NYSERDA employees are subject to a "lifetime bar" from appearing before any state agency or authority or receiving compensation for services regarding any transaction in which they personally participated, or which was under their active consideration during their tenure with NYSERDA.

Any awardee will be required to certify that all of its employees, as well as employees of any subcontractor, whose subcontract is valued at \$100,000 or more who are former employees of the State and who are assigned to perform services under the resulting contract, shall be assigned in accordance with all Ethics Requirements. During the term of any agreement, no person who is employed by the contractor or its subcontractors and who is disqualified from providing services under the contract pursuant to any Ethics Requirements may share in any net revenues of the contractor or its subcontractors derived from the contract. NYSERDA may request that contractors provide it with whatever information the State deems appropriate about each such person's engagement, work cooperatively with the State to solicit advice from the New York State Joint Commission on Public Ethics, and, if deemed appropriate by the State, instruct any such person to seek the opinion of the New York State Joint Commission on Public Ethics. NYSERDA shall have the right to withdraw or withhold approval of any subcontractor if utilizing such subcontractor for any work performed would be in conflict with any of the Ethics Requirements. NYSERDA shall have the right to terminate any contract at any time if any work performed is in conflict with any of the Ethics Requirements.

Due Diligence – NYSERDA, at its discretion, may conduct broad due diligence to validate any or all elements of an application and to assess applicants' prospects of success, including gathering information to assess a proposal relative to any of the topics listed in evaluation criteria, whether or not such topic is explicitly addressed in a proposal. NYSERDA may conduct due diligence on some or all proposals based on NYSERDA's current guidelines at the time of a review. NYSERDA staff may follow up with proposers to request additional information or clarification regarding applicant's proposal, including questions regarding applicant's business prospects and resources, whether or not those questions are specifically related to the elements of the proposal. Additionally, customized due diligence may be conducted by internal or external staff or contractors based on questions on any proposal raised by NYSERDA staff and/or the Scoring Committee. Due diligence may include (but is not limited to): interviews of independent references and background checks of team members;

assessment of prior business experience of any team member associated with a proposal; research on intellectual property claims; customer and partner reference checks; market research on the applicants' target market and any other related or possibly competitive technology or market area; research to validate any assumptions on current or future revenues, costs, capital needs, and financing prospects for proposers' business, including similar (or unrelated) technologies, processes, or competitive solutions; or any other research that could reasonably inform the evaluation of a proposal, or the prospects for commercial success of the proposers' business (whether directly related to, or unrelated to the specific elements in a proposal). Due diligence may include discussions with proposers' former and current business partners, employees, investors, customers, and competitors. Due diligence may be conducted by NYSERDA personnel or contractors including members of the scoring committee, before, during, or after a scoring process, and prior to finalization of a contract award, any information gleaned in diligence may be used to score or re-score a proposal or apply a program policy factor.

EO16 Protocols - Pursuant to Executive Order No. 16 issued on March 17, 2022, all vendors responding to bids or contracting with New York State must certify, using the form provided as part of this solicitation, their status with regard to conducting business operations in Russia, and that any such business operations in Russia conducted on behalf of the vendor are determined to be permitted under any of the allowable exemptions. The term vendor is intended to encompass bidders prior to contract award, contractors who have received a contract award, contract assignees, or contractors for whom an extension to an existing contract is being pursued. Exemption decisions are in NYSERDA's sole discretion and are final decisions. NYSERDA reserves the right to solicit additional materials or information regarding the responses or materials provided by a vendor.

Pursuant to Executive Order No. 16, all vendors will be vetted to ensure that they are not on the federal sanctions list at <https://sanctionsearch.ofac.treas.gov/>. There is no waiver or exemption process for vendors appearing on the federal sanctions list.

The Executive Order remains in effect while sanctions imposed by the federal government are in effect. Accordingly, vendors who may be excluded from award because of current business operations in Russia are nevertheless encouraged to respond to solicitations to preserve their contracting opportunities in case sanctions are lifted during a solicitation, or after award in the case of some solicitations.

VIII. Attachments

- **Attachment A** – Carbon Neutrality Roadmap and Business Case Template
- **Attachment B** – Data Collection Form
- **Attachment C** – Sample Agreement